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BEFORE THE ARIZONA CORPORATION COMMISSION

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2 WILLIAM A. MUNDELL  
CHAIRMAN  
3 JIM IRVIN  
COMMISSIONER  
4 MARC SPITZER  
COMMISSIONER  
5

2002 OCT 17 P 2:40

AZ CORP COMMISSION  
DOCUMENT CONTROL

6 IN THE MATTER OF:

DOCKET NO. S-03472A-02-0000

7 SCOTTSDALE FINANCIAL FUNDING GROUP,  
LLC  
8 4000 North Scottsdale Road  
Scottsdale, AZ 85251

9 MARTIN & GRIFFIN, LLC  
4000 North Scottsdale Road  
10 Scottsdale, AZ 85251

11 GREGORY B. GILL aka GREGORY P. GILL  
4015 N. 78th Street, #141  
12 Scottsdale, AZ 85251

13 HAYDEN KEITH HOLLAND  
5618 E. Montecito  
14 Phoenix, AZ 85018-3223

15 TAD L. ULRICH & ASSOCIATES, LLC  
13386 North 88th Place  
16 Scottsdale, AZ 85260

17 TAD LYN ULRICH  
13386 North 88th Place  
18 Scottsdale, AZ 85260

19 SENIOR ADVISORY SERVICES, LLC  
1401 Kimdale Street  
20 Lehigh Acres, Florida 33936

21 WALLACE BUTTERWORTH  
1411 East Orangewood Avenue, #239  
22 Phoenix, AZ 85020

23 Respondents.

Arizona Corporation Commission

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**SEVENTH**  
**PROCEDURAL ORDER**

24 BY THE COMMISSION:

25 On March 29, 2002, the Securities Division ("Division") of the Arizona Corporation  
26 Commission ("Commission") filed a Notice of Opportunity for Hearing Regarding Proposed Order  
27 for Relief ("Notice") against Scottsdale Financial Funding, LLC ("SFF"), Martin & Griffin, LLC  
28

1 ("M&G"), Gregory B. Gill aka Gregory P. Gill, Hayden Keith Holland, Tad L. Ulrich & Associates,  
2 LLC ("TUA"), Tad Lyn Ulrich, Senior Advisory Services, LLC ("SAS") and Wallace Butterworth,  
3 (collectively the "Respondents") in which the Division alleged multiple violations of the Arizona  
4 Securities Act ("Act") in connection with the offer and sale of securities in the form of membership  
5 interests in limited liability companies ("LLCs") and investment contracts.

6 Respondents were duly served with copies of the Notice.

7 On April 5, 2002, Respondents SFF, Hayden Holland, SAS, Wallace Butterworth, TUA and  
8 Tad Lyn Ulrich filed requests for hearing.

9 On April 12, 2002, Respondents M&G and Gregory Gill filed requests for hearing.

10 On April 17, 2002, by Procedural Order, the Commission scheduled a pre-hearing conference  
11 on May 9, 2002 on the allegations raised by the Notice.

12 On April 22, 2002, the Division and Respondents requested a continuance due to scheduling  
13 conflicts.

14 April 23, 2002, by Procedural Order, a pre-hearing conference was continued to May 17,  
15 2002.

16 May 17, 2002, at the pre-hearing conference, the Respondents and the Division appeared  
17 through counsel. The scheduling of the evidentiary portion of the proceeding and the possible length  
18 of the hearing were discussed. The Respondents and the Division agreed to the filing of a Consent  
19 Temporary Cease and Desist Order ("C&D") with respect to the offer and sale of securities as alleged  
20 in the Notice pending the final disposition of this proceeding by the Commission. The parties further  
21 agreed that an additional pre-hearing conference would be required and stipulated to an additional  
22 pre-hearing being scheduled on July 25, 2002.

23 On May 20, 2002, by Procedural Order, the Commission Ordered that an additional pre-  
24 hearing conference be scheduled.

25 On July 25, 2002, at the pre-hearing conference, further procedural and discovery matters  
26 were addressed as well as scheduling concerns. Problems in concluding the Temporary C&D were  
27 also discussed. The Division requested a hearing be scheduled and the parties agreed to a status  
28 conference being scheduled on September 26, 2002. The parties also agreed that the hearing on the

1 allegations contained in the Notice begin on November 4, 2002.

2 On July 29, 2002, by Procedural Order, a status conference was scheduled for September 26,  
3 2002. The hearing on the above-captioned proceeding was ordered to commence on November 4,  
4 2002, and witness and exhibit lists were ordered to be exchanged 14 days prior to the start of hearing.

5 On September 13, 2002, the Division filed a Temporary Order ("T.O.") against the  
6 Respondents to supplement the Notice herein.

7 Additionally, on September 13, 2002, Bryan Cave, LLP, counsel for M&G and Mr. Gill, filed  
8 a document captioned "Notice of Withdrawal", indicating simply that it was withdrawing as their  
9 counsel and directing that "pleadings and other papers" be sent to Mr. Gill at what appears to be his  
10 address. No address for M&G was provided and no phone number was provided for either  
11 Respondent.

12 The Notice of Withdrawal filed by Bryan Cave, LLP failed to meet the requirements for  
13 written application to withdraw pursuant to Commission Rule A.A.C. R14-3-104(E) and Rule 5.1(a)  
14 of the Arizona Rules of Civil Procedure ("Rules").

15 It was further noted that in order for Mr. Charles W. Arnold of Lexington, Kentucky, co-  
16 counsel for Mr. Holland, to represent Mr. Holland before the Commission, he must file an application  
17 *Pro Hac Vice* pursuant to Rule 33(D) of the Arizona Supreme Court.

18 On September 23, 2002, by Procedural Order, Bryan Cave, LLP was ordered to make written  
19 application to withdraw in a form consistent with the Commission's Rules and the Arizona Rules of  
20 Civil Procedure. Mr. Arnold was also ordered to file an application *Pro Hac Vice*.

21 On September 23, 2002, Bryan Cave, LLP made written application to withdraw consistent  
22 with the Commission's Rules and the Arizona Rules of Civil Procedure and indicated the following:  
23 that Respondents M&G and Mr. Gill were unable to finance their representation; that forwarding  
24 addresses and phone numbers for these Respondents were provided with the application; and that  
25 Respondents M&G and Mr. Gill had been advised as to the status of the proceeding, scheduled  
26 hearings and the possibility of sanctions.

27 On September 26, 2002, by Procedural Order, Bryan Cave, LLP were permitted to withdraw  
28 from the representation of Respondents M&G and Mr. Gill. A status conference was also held on

1 that date.

2 On October 16, 2002, recently retained California counsel for Respondents M&G and Gill  
3 filed a Motion for a Continuance ("Motion") indicating that he would need at least a 60 day  
4 continuance and that he would also be filing an application *Pro Hac Vice* pursuant to Arizona  
5 Supreme Court Rule 33(D).

6 On October 17, 2002, a teleconference was held with counsel representing all parties present.  
7 Counsel for the Division and the Respondents agreed that additional time was necessary for  
8 discovery and preparation for hearing and they supported the Motion. Counsel for the respective  
9 Respondents also agreed to execute a waiver of the 180 day limitation of the T.O. pursuant to A.A.C.  
10 R14-4-307 for the pendency of the proceeding until a final Decision is issued by the Commission.  
11 The parties further agreed to the hearing being continued to January 27, 2003.

12 Accordingly, good cause has been shown for the Motion filed by Respondents M&G and Mr.  
13 Gregory B. Gill and their Motion should be granted.

14 IT IS THEREFORE ORDERED that the Motion for a Continuance of Martin and Griffin,  
15 LLC and Mr. Gregory B. Gill shall be granted.

16 IT IS FURTHER ORDERED that the hearing scheduled for November 4, 2002, in the above-  
17 captioned proceeding shall be continued until January 27, 2003 at 10:00 a.m. at the Commission's  
18 offices, 1200 W. Washington Street, Phoenix, Arizona.

19 IT IS FURTHER ORDERED that the parties shall also reserve January 28, 29 and 30,  
20 February 3, 4, 5, 6, 10, 11, 12, 13, 24, 25, 26, and 27, 2003 for additional days of hearing, if  
21 necessary.

22 DATED this 17<sup>th</sup> day of October, 2002.

23  
24  
25   
26 MARC E. STERN  
27 ADMINISTRATIVE LAW JUDGE  
28

1 Copies of the foregoing mailed/delivered  
2 this 17th day of October, 2002 to:

3 Charles W. Arnold  
4 ARNOLD & COWAN  
5 The Ridgely House  
6 190 Market Street  
7 Lexington, KY 40507

8 Bryan F. Murphy  
9 BURCH & CRACCHIOLO, P.A.  
10 702 East Osborn Road  
11 Phoenix, AZ 85014

12 and  
13 William Foreman  
14 7272 East Indian School Road, Ste. 203  
15 Scottsdale, AZ 85251  
16 Attorneys for Hayden Holland

17 Gerald M. Werksman  
18 3412 Via Oporto, Ste. 201  
19 Newport, CA 92663  
20 Attorney for Martin & Griffin, LLC and  
21 Gregory Gill

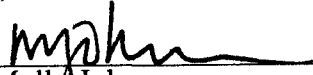
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27 Tad Lyn Ulrich and Wallace Butterworth

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27 By:   
28 Molly Johnson  
Secretary to Marc E. Stern